

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

Lordstown Motors Corp., *et al.*,¹
Debtors.

Chapter 11

Case No. 23-10831 (MFW)
(Jointly Administered)

RE: D.I. 437, 487, 495

**CERTIFICATION OF COUNSEL REGARDING REVISED ORDER GRANTING
RELIEF FROM THE AUTOMATIC STAY, TO THE EXTENT APPLICABLE, TO
PERMIT PAYMENT, REIMBURSEMENT AND/OR ADVANCEMENT OF DEFENSE
COSTS AND FEES AND RELATED EXPENSES TO EDWARD HIGHTOWER AND
ADAM KROLL UNDER DIRECTORS AND OFFICERS INSURANCE POLICIES**

The undersigned counsel for Edward Hightower, Adam Kroll, and Daniel Ninivaggi hereby certify that:

1. On September 19, 2023, Messrs. Hightower and Kroll filed *Edward Hightower and Adam Kroll's Motion for Relief From the Automatic Stay, to the Extent Applicable, to Permit Payment, Reimbursement and/or Advancement of Defense Costs and Fees, and Related Expenses, Under Directors and Officers Insurance Policies* [D.I. 437] (the “Motion”)² with the United States Bankruptcy Court for the District of Delaware (the “Court”) in the above-captioned chapter 11 cases of Lordstown Motors Corp. (“LMC”) and its affiliated debtors and debtors in possession (collectively, the “Debtors”).

2. On September 29, 2023, Messrs. Hightower and Kroll filed the *Certificate of No Objection Regarding Edward Hightower and Adam Kroll's Motion for Relief From the Automatic Stay, to the Extent Applicable, to Permit Payment, Reimbursement and/or Advancement of Defense*

¹ The Debtors and the last four digits of their respective taxpayer identification numbers are: Lordstown Motors Corporation (“LMC”) (3239); Lordstown EV Corporation (2250); and Lordstown EV Sales LLC (9101). The Debtors’ service address is 27000 Hills Tech Ct., Farmington Hills, MI 48331.

² Capitalized terms used but not defined herein have the meanings ascribed to them in the Motion.

Costs and Fees, and Related Expenses, Under Directors and Officers Insurance Policies [D.I. 487], and, on October 2, 2023, the Court entered the Order Granting Relief From the Automatic Stay, to the Extent Applicable, to Permit Payment, Reimbursement and/or Advancement of Defense Costs and Fees and Related Expenses to Edward Hightower and Adam Kroll Under Directors and Officers Insurance Policies [D.I. 495] (the “Original Order”).

3. The Original Order, among other things, modified the automatic stay of section 362 of the Bankruptcy Code, to the extent applicable, solely to the extent necessary to permit and authorize the Insurers to make payments to or for the benefit of Messrs. Hightower and Kroll, for the reimbursement and payment of Covered Costs (as defined in the Original Order) incurred in connection with the Securities Litigation (as defined in the Motion), under and in accordance with the terms of the D&O Policies (as defined in the Motion).

4. At the time of the filing of the Motion and entry of the Original Order, Messrs. Hightower and Kroll were the only named defendants in the Securities Litigation. On December 29, 2023, plaintiffs in the Securities Litigation filed an *Amended Class Action Complaint*, adding Daniel A. Ninivaggi as a named defendant. Mr. Ninivaggi currently serves as Executive Chairman of Lordstown and, thus, is also an insured under the D&O Policies held by LMC. Accordingly, Messrs. Hightower, Kroll, and Ninivaggi request entry of a revised order in the form attached hereto as Exhibit 1 (the “Revised Order”) modifying the Original Order solely to apply the relief granted by the Original Order to Mr. Ninivaggi in all respects. All other provisions of the Order remain unchanged.

5. The Revised Order has been circulated to counsel to the Debtors, the United States Trustee, the Official Committee of Unsecured Creditors, and the Official Committee of Equity Security Holders and those parties do not object to the entry of the Revised Order. No party in

interest objected to the Motion and therefore no other party has received a draft of the Revised Order.

6. For the convenience of the Court and all parties in interest, a redline of the Revised Order, showing changes made from the Original Order, is attached hereto as **Exhibit 2**.

[Remainder of Page Intentionally Blank]

WHEREFORE, Messrs. Hightower, Kroll, and Ninivaggi respectfully request that the Revised Order, attached hereto as Exhibit 1, be entered at the Court's earliest convenience.

Dated: January 9, 2024

Respectfully submitted,

/s/ Jennifer R. Hoover
Jennifer R. Hoover (DE No. 5111)
Steven L. Walsh (DE No. 6499)

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